COMPTROLLER OF PUBLIC ACCOUNTS
NOTICE OF LOAN FUND AVAILABILITY
AND REQUEST FOR APPLICATIONS

Notice of Loan Fund Availability and Request for Applications: Pursuant to: (1) the LoanSTAR Revolving Loan Program of the Texas State Energy Plan (SEP) in accordance with the Energy Policy and Conservation Act (42 U.S.C. 6321, et seq.) as amended by the Energy Conservation and Production Act (42 U.S.C. 6326, et seq.); (2) the Oil Overcharge Restitutionary Act, Chapter 2305, Texas Government Code; and (3) Title 34, Texas Administrative Code, Chapter 19, Subchapter D Loan Program for Energy Retrofits; the Comptroller of Public Accounts (Comptroller) and the State Energy Conservation Office (SECO) announces its Notice of Loan Fund Availability (NOLFA) and Request for Applications (RFA #BE-G3-2011) and invites applications from eligible interested governmental entities for loan assistance to perform building energy efficiency and retrofit activities.

Program Summary: The Texas LoanSTAR (Saving Taxes and Resources) Program, not part of the federally financed stimulus program, finances energy-related cost-reduction retrofits for state, public school district (excluding charter schools), public college, public university, and tax district supported nonprofit hospital facilities. Low interest rate loans are provided to assist those institutions in financing their energy-related cost-reduction efforts. The program's revolving loan mechanism allows applicants to repay loans through the stream of energy cost savings realized from the projects.

Utility dollar savings are the number one criterion for determination if the measure can be considered an eligible Energy Cost Reduction Measure (ECRM) or Utility Cost Reduction Measure (UCRM); therefore, ECRMs / UCRMs are not limited to those activities that save units of energy. An ECRM / UCRM could conceivably call for actions that save no energy or consume additional BTUs, but save utility budget dollars. Before entering into a LoanSTAR loan agreement, applicants, if selected, are required to submit an Energy Assessment Report (EAR) for Design-Bid-Build and Design-Build Projects, or a Utility Assessment Report (UAR) for Energy Savings Performance Contracts, or a Systems Commissioning Report in the case where a commissioning project meets LoanSTAR payback requirements. A Professional Engineer licensed in the State of Texas must evaluate and analyze all LoanSTAR projects. The prospective applicant selects the Engineer.

The Engineer will submit the details of the analysis in the form of an EAR for Design-Bid-Build and Design-Build Projects, or a UAR for Energy Savings Performance Contracts. The EAR is prepared in accordance with the LoanSTAR Technical Guidelines (http://www.seco.cpa.state.tx.us/ls/ls_guideline.php) prescribed format. An UAR is prepared in accordance with the SECO Performance Contracting Guidelines (http://www.seco.cpa.state.tx.us/sa_pc.htm) prescribed format. There is not a prescribed format for Systems Commissioning Reports. SECO must approve project descriptions and calculations contained within the EAR, the UAR, and the Systems Commissioning Reports before authorizing project financing. SECO must approve project designs for Design-Bid-Build and Design-Build projects before construction can commence. Monitoring during the construction phase and at project completion will take place on Design-Bid-Build and Design-Build projects, Energy Savings Performance Contract projects, and on Commissioning projects.

The applicant should monitor post-retrofit energy savings in Design-Bid-Build projects, Design-Build projects, and Commissioning projects to ensure that energy cost savings are being realized. The level of monitoring may range from utility bill analysis to individual system or whole-building metering, depending on the size and types of retrofits installed.

SECO must approve applicant's measurement and verification plan for energy savings performance contracts. Post construction measurement and verification costs must be included as part of the total project cost. Additional LoanSTAR funds can be borrowed for metering of large, complex retrofits and for systems commissioning to maximize the probability of achieving, or exceeding the calculated savings - provided the maximum allowable loan amount is not exceeded in the process of adding these measures to the loan.

Loan Background: If awarded under the terms of this NOLFA/RFA, projects financed by LoanSTAR must have a composite simple payback of ten years or less. In addition, ECRM and UCRM must have a simple payback that does not exceed the estimated useful life of the ECRM or UCRM. Applicants are encouraged to consider renewable energy technologies when evaluating ECRMs and UCRMs.

Approximately $33,000,000 in LoanSTAR funds may be available in the form of the building efficiency and retrofit revolving loan funds. The anticipated maximum loan size is $5,000,000. SECO may make more than one award of a loan with this NOLFA/RFA announcement. The loan interest rate for this NOLFA/RFA announcement is 3% fixed. The loan term will be equal to the composite simple payback term for the energy efficiency measures, and must be ten years or less. Applicants have the option of buying down specific ECRMs and UCRMs so that paybacks can meet both the individual and composite loan term limits.

Contact: Parties interested in submitting an application should contact William Clay Harris, Assistant General Counsel, Contracts, Comptroller of Public Accounts, in the Issuing Office at: 111 E. 17th St., Room 201, Austin, Texas 78774, (512) 305-8673. This NOLFA and RFA will be available on April 1, 2011, after 10:00 a.m. Central Standard Time (CST) and during normal business hours thereafter. The Comptroller will make the application, instructions, and a sample loan agreement and attachments available electronically on the SECO website at: http://www.seco.cpa.state.tx.us/funding/ after 10:00 a.m. CST on April 1, 2011.

Questions and Non-Mandatory Letters of Intent: All written inquiries, questions, and Non-mandatory Letters of Intent must be received at the above-referenced address not later than 2:00 p.m. (CST) on April 8, 2011. Prospective applicants are encouraged to fax non-mandatory Letters of Intent and Questions to (512) 463-3669 to ensure timely receipt. Non-mandatory Letters of Intent must be addressed to William Clay Harris, Assistant General Counsel, Contracts, and be signed by an official, such as a CEO or CFO, of the entity. On or about April 15, 2011, or as soon thereafter as practical, the Comptroller expects to post responses to the questions received by the deadline on the website referenced above. Late Non-mandatory Letters of Intent and Questions will not be considered under any circumstances. Applicants shall be solely responsible for verifying timely receipt of Non-Mandatory Letters of Intent and Questions in the Issuing Office.

Closing Date: Applications must be delivered in the Issuing Office to the attention of the Assistant General Counsel, Contracts, no later than 2:00 p.m. (CST), on May 16, 2011. Late Applications will not be considered under any circumstances. Applicants shall be solely responsible for verifying time receipt of applications in the Issuing Office.

Application Requirements & Eligibility: Eligible entities may apply to the LoanSTAR revolving loan program, administered by the Texas Comptroller of Public Accounts (CPA), State Energy Conservation Office (SECO). Applicants must meet eligibility requirements.

As part of the application process, applicants shall submit one of the following documents,

1. Project Assessment Commitment for design-bid-build and design build projects, for energy savings performance contracts, or for commissioning projects. The Project Assessment Commitment shall be signed by the applicant's Chief Financial Officer or equivalent.
2. Preliminary Energy Assessment (PEA) for both design-bid-build and design-build projects, energy savings performance contracts, and commissioning projects. The PEA must be completed by a Professional Engineer licensed in the State of Texas. PEAs must include ECRMs or UCRMs that will be completed to reduce utility (energy and water) costs. Project costs and simple paybacks must also be documented for each ECRM and UCRM in the PEA.
3. EAR for design-bid-build and design-build projects,
4. UAR for energy savings performance contracts, or
5. Commissioning Report for commissioning projects.

A Loan Application must be submitted to SECO for review and approval.

While the Project Assessment Commitment and the PEA will qualify the project for potential funding, an approved EAR, UAR or commissioning report will be required prior to execution of a loan agreement.

The SECO technical staff or its contractor will review the Project Assessment Commitment, PEA, EAR, UAR, or commissioning report. A detailed project budget must be included in each EAR, UAR, or commissioning report. The project budget should include, at a minimum, the following Cost Categories: Labor, materials (including equipment), and overhead and profit. The technical staff may request the report author (engineer) to provide additional information or calculations.

SECO will establish an Evaluation Committee for the full review and evaluation of eligible applications. The Evaluation Committee shall include employees of the Comptroller and may include other impartial individuals who are non-Comptroller employees.

SECO's legal counsel will review the applications for eligibility, compliance with the terms of this NOLFA/RFA, and thoroughness. The applications that meet minimum qualifications and meet eligibility requirements shall be distributed to the members of the Evaluation Committee for their independent review and evaluation. Evaluation criteria and relative weight for each NOLFA/RFA may vary.

The Evaluation Committee shall review and individually score each written application. The Evaluation Committee shall then have the option of selecting the top scoring applications and may, but is not required to, call the top scoring Applicants to come to SECO offices in Austin, Texas for an interview. At the interviews, the Evaluation Committee may ask the Applicants a series of questions to clarify responses to the application questions. The Evaluation Committee can, in its sole discretion, proceed directly to scoring and selection without the necessity of any oral interviews.

Upon the selection of the apparent Successful Applicants(s), if any, and after submission of a Project Assessment Commitment or PEA, the Applicant shall be notified they have 75 calendar days to complete and submit an EAR, UAR or commissioning report. When this report is completed, the SECO technical staff or its contractor will review the EAR, UAR, or commissioning report. The technical staff may request the engineering firm to provide additional information or calculations. If the report is not submitted within the time constraints, SECO may, in its sole discretion, choose to withdraw the loan offer.

SECO shall negotiate a Loan Agreement with the apparent Successful Applicants after the EAR, UAR, or commissioning report has been reviewed and approved. If a Loan Agreement cannot be successfully negotiated within a reasonable period of time, negotiations will be terminated, and negotiations with the next highest ranking Applicant may commence. The process may continue until one or more Loan Agreements are signed or the loan offer is withdrawn. SECO may at any time, upon failure of negotiations, choose to reissue or withdraw the loan offer rather than continue with negotiations.

If SECO decides, in its sole discretion, to award more than one loan, SECO may proceed with negotiations in the above-described manner with more than one Applicant simultaneously.

Once projects have been selected, either a Memorandum of Understanding (MOU) will be issued and executed or a Loan Agreement is issued and executed. The MOU will be issued if the selected borrower included a Project Assessment Commitment or PEA submittal. The Applicant's CFO will sign and insert dates on this MOU, which certifies that the Applicant retained a Professional Engineer to prepare an EAR, UAR or Commissioning Report. The EAR shall be prepared in accordance with the guidelines and formats provided in the Texas LoanSTAR Program Guidebook: Guidelines, Formats, Program Requirements and Documents. The UAR shall be prepared in accordance with the SECO Performance Contracting Guidelines. The Applicant's CFO will also certify that copies of the completed reports will be delivered to the State Energy Conservation Office for review within the required submittal date. The sole purpose of the MOU is to reserve LoanSTAR funds for an Applicant during the period that their EAR, UAR, or Commissioning Report is being prepared. This document should not be construed as a loan agreement and does not authorize the expenditure of funds for LoanSTAR projects. LoanSTAR project expenditures cannot be incurred before the effective date cited in a fully executed loan agreement unless those expenditures are approved in the LoanSTAR Technical Guidelines.

Applicant Design-Bid Build Design and Review Process: After a Loan Agreement has been executed, the Applicant can begin the process of designing and implementing the projects identified in the report. A design-bid-build and design-build process includes two milestones.

1. Selecting a design Engineer. The Engineer selected to design the projects can be the Engineer who prepared the Energy Assessment Report; however, the Applicant must follow competitive procedures, based upon qualifications, to select the Engineer.
2. Preparing the design documents. The Applicant must submit Design Development Reports and Detailed Design Reports (Volume I, Appendix L of the LoanSTAR Technical Guidelines) to SECO for technical review and approval. The SECO Technical Review will ensure that the design specifications match the projects identified in the report.
    i. Design Development Report (50%) – This design review report will be completed when the design process is approximately 50% complete and will verify that the design is proceeding in a direction which conforms with the approved EAR.
    ii. Detailed Design Review Report (100%) – This design review report will verify that the

completed design conforms to the intent of the approved energy assessment. In addition, it will evaluate the proposed schedule and estimated project construction budget provided by the design engineer.

The Applicant agrees that bidding and construction activities will not begin until after Applicant received SECO approval that the submitted designs conform to LoanSTAR Technical Guidelines. Applicants agree to competitively select contractors or bidders as required by state law.

Applicant Energy Savings Performance Contracting Design Review Process: There is no design review process for energy savings performance contracts unless a system commissioning is a component of that program.

Applicant Systems Commissioning Review Process: Systems commissioning may be part of a design-bid-build and design-build project, an energy savings performance contract or a stand-alone activity. To be considered as an ECRM/UCRM or a stand-alone activity, the Systems Commissioning Report must be reviewed and approved by SECO prior to loan execution. Commissioning activities typically include surveying, interviewing, baseline measurements and analyses, definition of problems, definition of solutions, implementation of solutions, balancing, and verification measurements. Some of these steps may be repeated as necessary to optimize systems operations. In some cases system considerations extend beyond just the equipment installed under the LoanSTAR ECRMs. This is to insure that total building system effects are comprehended and optimized. Since both heating and cooling systems are usually involved in this process, optimization activities may extend over a six-month period or longer. Documentation of findings and corrections, along with recommended operating procedures should be provided by the commissioning organization.

Applicant agrees to notify SECO when the project reaches 50% completion. SECO will then perform a construction monitoring visit to ensure the project complies with the LoanSTAR Technical Guidelines or SECO Performance Contracting Guidelines. After the construction monitoring visit, SECO will provide the Applicant with a copy of the On-Site Construction Monitoring Report. This report will provide a general overview of construction site activities and will address issues of budget, schedule, and conformance of the work with the design documents and will make recommendations concerning any necessary changes in scope or budget.

Applicant agrees to notify SECO when the project reaches 100% completion. SECO will then perform a construction monitoring visit to ensure the completed project complies with the LoanSTAR Technical Guidelines or SECO Performance Contracting Guidelines. After the construction monitoring visit, SECO will provide the Applicant with a copy of the Final Monitoring Report. This report will be similar to the On-Site Construction Monitoring Report. In addition, it will focus on compliance by the construction contractor with the “close-out” documentation requirements outlined in the bid documents. The report will verify that guarantees, warrantees, releases, O&M manuals, training sessions required, etc. have been provided by the contractor. Applicant shall then certify with a written letter that materials and equipment to be replaced have been properly disposed. These materials would include, but not be limited to, light bulbs, ballasts, switches, controls, HVAC equipment, refrigerants, pumps, fans, blowers, piping, valves, conduit, wiring, and boilers. Certification shall include proper disposal of hazardous materials. All waste disposals must be conducted in compliance with local, State of Texas, and federal rules and regulations. Upon completion of the project and acceptance by SECO, the Applicant will submit a Final Completion Report to SECO (LoanSTAR Technical Guidelines) and a final voucher request.

Applicant Repayment Process: After submittal of the Final Completion Report to SECO and the final voucher request, Applicant will request a Loan Repayment Schedule from SECO. SECO will then forward the Loan Repayment Schedule to the Applicant based on the incurred loan amount.

Loan repayments will begin within sixty days of project completion. Payments are due quarterly. The amount of annual loan repayment is based on the energy cost savings projected in the EAR, UAR or Commissioning Report. These projected savings are the basis for the loan. The dollar amount and the number of loan payments are established in the promissory note. The payments do not vary according to the actual energy savings. Payments established in the promissory note are due regardless of whether the Applicant has achieved that level of energy savings. The applicant payback term will be equal to the EAR, UAR, or Commissioning Report loan composite payback findings.

Application Summary: Applications must be complete, be submitted under a signed transmittal letter, include an executive summary, a table of contents, describe the project and personnel qualifications relevant to the evaluation criteria, and must meet the following program requirements:

- The maximum loan amount shall not exceed $5 million.
- The interest rate is set at 3%.
- The term of the loan is equal to the composite simple payback term for the energy efficiency measures, which must be 10 years or less. The individual ECRM/UCRM must demonstrate a simple payback of less than the ECRM's/UCRM's estimated useful life.
- Project expenses will be reimbursed on a "cost reimbursement" basis. No advance of funds is allowed.
- Borrower will be required to comply with federal Solid Waste Disposal Act, and, if applicable, National Environmental Policy Act, and National Historic Preservation Act. Applicants will ensure that the State Historical Preservation Office (SHPO) is consulted in any project award that may include a building or site of historical importance. In this regard, SHPO guidance will be solicited and followed to ensure that the historical significance of the building will be preserved. All requirements are set out in the sample contract.
- SECO will conduct periodic on-site monitoring visits on all building retrofit projects.
- All improvements financed through the LoanSTAR Revolving Loan Program shall meet minimum efficiency standards (as prescribed by applicable building energy codes). Examples of projects that are acceptable may include:

    - Building and mechanical system commissioning and optimization
    - Energy management systems and equipment control automation
    - High efficiency heating, ventilation and air conditioning systems, boilers, heat pumps and other heating and air conditioning projects
    - High efficiency lighting fixtures and lamps
    - Building Shell Improvements (insulation, adding reflective window film, radiant barriers, and cool roof.)
    - Load Management Projects
    - Energy Recovery Systems
    - Low flow plumbing fixtures, high efficiency pumps
    - Systems commissioning
    - Renewable energy efficiency projects are strongly encouraged wherever feasible, and may include installation of distributed technology such as rooftop solar water and space heating systems, geothermal heat pumps(only closed loop systems with no greater than 10 ton capacity), or electric generation with photovoltaic or small wind and solar-thermal systems. If there are closed-loop geothermal heat pumps greater than 10 ton capacity involved, then Applicants will be responsible for further National Environmental Policy Act (NEPA) review by DOE in the event of an award. If renewable generation greater than 20 KW is involved, Applicants will be responsible for further NEPA review by DOE.

Evaluation Criteria: Applications will be evaluated under the general criteria outlined below. The Comptroller will make the final decision. The Comptroller reserves the right to accept or reject any or all applications submitted. The Comptroller is not obligated to execute a loan agreement on the basis of this NOLFA / RFA. The Comptroller shall not pay for any costs incurred by any entity in responding to this NOLFA / RFA. Comptroller and SECO may request additional information at any time if deemed necessary for further evaluation. General evaluation criteria are as follows and as set forth in the application instructions:

1. Which of the following reports are submitted with this application? (Maximum 30 points)
    - Energy Assessment Report (EAR) for design-bid-build projects – 30 points
    - Utility Assessment Report (UAR) for Energy Savings Performance Contracts – 30 points
    - Commissioning Report – 30 points
    - Preliminary Energy Assessment (PEA) – 25 points
    - Project Assessment Commitment
        - 3 or more ECRMs/UCRMs – 15 points
        - 2 ECRMs/UCRMs – 13 points
        - 1 ECRM/UCRM – 10 points
    - If no report is submitted, do not proceed. Project is disqualified from further loan consideration.

2. If the project is an Energy Savings Performance Contract (ESPC) which requires the submittal of a UAR (see question 1), is a Measurement and Verification (M+V) Plan submitted with this application? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration.
3. If the project is an Energy Savings Performance Contract (ESPC), has the applicant stated that the M+V complies with International Performance Measurement and Verification Protocol (IPMVP)? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration.
4. This question relates only to applicants that are submitting Project Assessment Commitments or PEAs. Has the applicant stated they agree to complete and submit the EAR / UAR within 75 days after contract commitment? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration.
5. Has the applicant stated they agree to the terms and conditions of the sample contract? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration. (0 points)
6. Is the composite simple payback for the project Energy Cost Reduction Measures (ECRMs) / Utility Cost Reduction Measures (UCRMs) less than 10 years? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration.
7. Is the simple payback for each ECRM / UCRM less than the Estimated Useful Life (EUL) of that measure? (0 points)
   - If yes, write "OK" in column and continue with evaluation.
     If no, do not proceed. Project is disqualified from further loan consideration.
8. How many ECRMs / UCRMs are included in the project? (Note, the ECRMs / UCRMs are by category (lighting, HVAC, controls, etc.) and not by location (Building 1 lighting, Building 2 lighting, etc.) (Maximum 15 points)
   - 3 or more ECRMs / UCRMs – 15 points
   - 2 Energy ECRMs / UCRMs – 13 points
   - 1 Energy ECRM / UCRM – 10 points
9. Does the project retrofit incorporate renewable technologies? (Maximum 5 points)
   - Yes – 5 points
   - No – 0 points
10. Does the applicant's team have Professional Engineers (PE) in the State of Texas that have demonstrated work experience on the design of similar projects? (Maximum 15 points)
    - If yes, what is the PE's average design experience in years? (Note – This number is calculated by adding together the design experience, in years, for each PE and then dividing the total number of years by the number of PEs. Each PE's experience shall not exceed 10 years on similar projects and each PE is required to list example projects that document their similar design experience in order to earn point credit)
      - 8 or more years on similar projects- 15 points
      - 4 years similar projects – 10 points
      - 1 year on similar project – 5 points
    - If no, than 0 points will be credited for this response.
11. Does the applicant's team have other team members that have demonstrated work experience on the planning and construction of similar projects? (Maximum 15 points)
    - If yes, what is the average number of projects for each team member? (Note, this number is calculated by adding together the number of projects for each team member and then dividing the total number of projects by the number of team members. Each team member's experience shall not exceed 6 similar projects and team members are required to list example projects that document their similar work experience in order to earn point credit)
      - 3 or more similar projects - 15 points
      - 2 similar projects – 10 points
      - 1 similar project – 5 points
    - If no, than 0 points will be credited for this response.

12. What is the name of the county and the county population? (Maximum 15 points) (http://quickfacts.census.gov/qfd/states/48000lk.html) where project retrofit activities will take place?

    County Name: _________ County Population: _________

    - County population less than 10,000 - 15 points
    - County population between 10,001 to 100,000 – 10 points
    - County population greater than 100,000 – 5 points
13. Will the energy savings information, updated monthly, be available for public viewing? (Maximum 5 points)
    - If yes, how will the applicant make this information available for public viewing
        - Via an internet portal – 5 points
        - Via detailed signage at the facility entrance - 2 points
    - If no, than 0 points will be credited for this response.

The anticipated schedule of events pertaining to this RFA is as follows: Issuance of RFA – April 1, 2010, after 10:00 a.m. CST; Non-Mandatory Letters of Intent and Questions Due – April 8, 2011, 2:00 p.m. CST; Official Responses to Questions posted – April 15, 2011, or as soon thereafter as practical; Applications Due – May 16, 2011, 2:00 p.m. CST; Loan Agreement Execution –as soon as practical.

Issued in Austin, Texas, on April 1, 2011.

William Clay Harris
Assistant General Counsel, Contracts
Comptroller of Public Accounts